

THE
SPECTACULAR
SPIDERMAN®

MARVEL® COMICS GROUP

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PETER PARKER THE SPECTACULAR SPIDER-MAN®



NO, WALL-CRAWLER! I CAN'T LET YOU FIGHT HIM--NO MATTER WHAT HAPPENS!

YOU'RE NUTS, ANGEL! HE MEANS TO WASTE US BOTH--

--AND HE'S GOT THE **POWER** TO DO IT!



TO THE LAST
CHAMPION!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: **THE SPECTACULAR SPIDER-MAN!**

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8:35 AM--
NEW YORK
TIME...

OUR WEB-
SLINGING HERO
RACES MADLY
ACROSS TOWN,
CAMERA AND
CLOTHES IN A
WEB-SACK SLUNG
AT HIS BACK,
TOWARDS
KENNEDY
AIRPORT!

THE
DAILY
BUGLE
BOOKED
HIM ON A
9 O'CLOCK
FLIGHT--
AND HE
OVER-
SLEPT!

10:00 AM--
LOS ANGELES
TIME...

BLEARY-EYED AND
SUFFERING FROM
JET-LAG, PETER
PARKER SQUINTS
IN THE SOUTHERN
CALIFORNIA SUN-
LIGHT AND TRIES
NOT TO BREATHE
THE AIR! HE'S
ARRIVED.

PALM TREES
AND EIGHTY DEGREES
IN JANUARY?! I'M
GOING TO COME DOWN
WITH A COLD-- I
CAN FEEL IT!

I SHOULD BE
HOME-- STUDYING
FOR MY MID-TERMS!
BUT I COULDN'T TURN
DOWN THE MONEY
JJJ'S PAYING FOR
THIS JOB...

NOT WITH
AUNT MAY IN
THE HOSPITAL!

CHAMPIONS
BUILDING
FOR SALE
OR RENT
INQUIRE
WITHIN

BESIDES, HOW MANY
PHOTOGRAPHERS GET
TO DOCUMENT THE END
OF A SUPER-GROUP?

NOT MANY, MR. PARKER! BUT THE REAL STORY BEFORE THIS DAY IS OUT WILL BE...

WHATEVER HAPPENED TO THE ICEMAN?

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STILL NOT QUITE AWAKE, PETER FAILS TO OVERHEAR THE CONVERSATION OF TWO SECURITY GUARDS ON THE PLAZA BEHIND HIM...



--FROM THE TIME THEY BEGIN TO CRACK AS THEY POP FROM THEIR FRAMES--



--TO THE TIME THEY SHATTER ON THE PAVEMENT--



FALL THEY DO, LIKE LEAVES IN A WIND-- THOUGH EACH PANE WEIGHS HUNDREDS OF POUNDS!

ONE CRITICAL SECOND PASSES BEFORE THE MESMERIZED GUARDS CAN REACT...

F-FOR THE LOVE OF HEAVEN!

CLEAR THE PLAZA! RUN!

B-BUT, WHICH WAY? THERE'S NO TELLING WHERE THEY'LL HIT!

AND STILL PETER PARKER, LOST IN HIS THOUGHTS, DOESN'T HEAR!

TWO SECONDS GONE WHEN A COLORFUL FIGURE APPEARS AT THE NOW-WINDOWLESS WINDOW...

NO! IT--IT'S HAPPENING AGAIN!

HALF A SECOND TO SLIP THE RESTRAINING HARNESS ABOUT HIS CHEST...

GOOD THING I HADN'T FINISHED DRESSING IN MY CIVVIES! SHEDDING THIS GADGET TAKES LONG ENOUGH!

ANOTHER HALF-SECOND FOR MIGHTY WINGS TO SPREAD...

AND, WITH BUT FIVE SECONDS TO GO--

--WARREN WORTHINGTON III SNOOPS DOWN FROM THE FIFTEENTH FLOOR OF THE CHAMPIONS BUILDING--

---IN A BREATHTAKING RACE AGAINST DEATH!

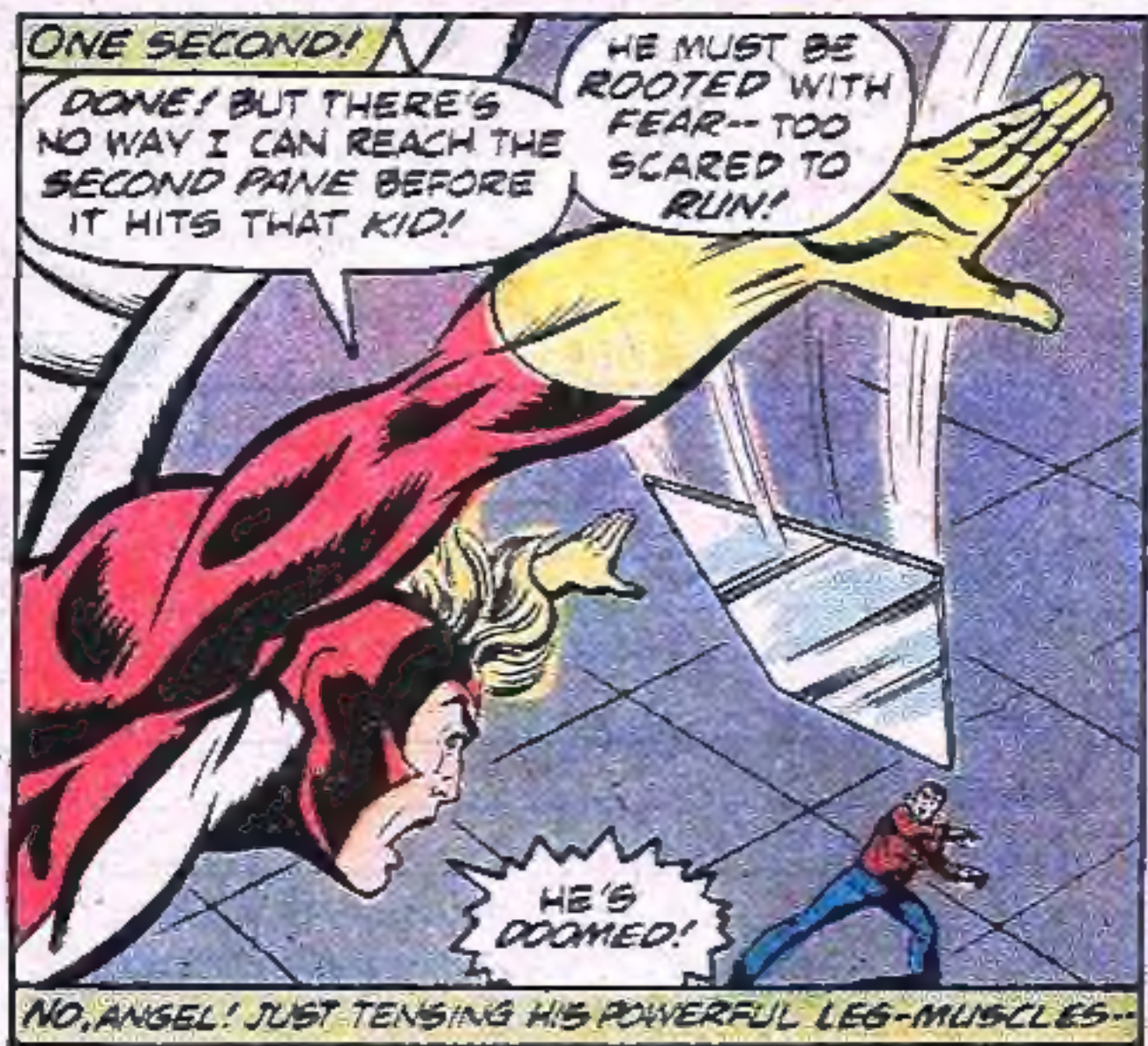
AND IT IS CLEAR TO THE AWESTRUCK ONLOOKERS WHY MEN HAVE NAMED HIM... THE AVENGING ANGEL!

FOUR SECONDS!

I'VE GOT A FEW MINUTES TO KILL! GUESS I'LL TAKE SOME SHOTS OF THE PLAZA!

IT--IT'S VEERING THIS WAY! TOWARDS THAT KID WITH THE CAMERA!

KID! YOU GOT A DEATH WISH? WAKE UP!







BUT COME ON IN! MAYBE YOU CAN TAKE SOME SHOTS OF ME OR THE BUILDING SO YOUR TRIP WON'T HAVE BEEN A TOTAL WASTE!

OKAY! JUST LET ME GET MY--



OH, NO!!



SWELL! I MUST'VE DROPPED IT DODGING THE GLASS! THE OLD PARKER LUCK IS RUNNING TRUE TO FORM!

LOOK, PETE-- MOST OF MY MONEY MAY BE TIED UP IN A THIRTY-STORY TURKEY--

-- BUT THE WORTHINGTON FORTUNE CAN STILL AFFORD TO REPLACE A BUSTED CAMERA!



AND SO...

WARREN, THIS IS THE KIND OF EQUIPMENT A SHUTTERBUG DREAMS OF! THANKS!

FORGET IT! IT WAS THE LEAST I COULD DO AFTER MY BUILDING ALMOST KILLED YOU! YEAH-- I FEEL RESPONSIBLE FOR THIS ARCHITECTURAL MISTAKE!

IT WAS MY IDEA-- BUILT WITH MY MONEY! THE PLANS WERE GREAT-- DESIGNED BY STARK-WEST ARCHITECTS! BUT THE BUILDERS USED SHODDY MATERIALS! NOTHING WORKS!

NOT EVEN THE GROUP I BUILT THE PLACE FOR! NO-- THE CHAMPIONS DIDN'T WORK, EITHER!

I ALREADY GAVE THE STORY TO YOUR PAPER'S REPORTER-- BUT YOU CAN HEAR IT, TOO!

"WE'D JUST DEFEATED A GROUP OF PSEUDO-SENTINELS THROWN AT US BY A BAND OF EVIL MUTANTS--"

"--WHEN I SAID WHAT WAS ON EVERYONE ELSE'S MIND!"

THEY GOT THROUGH ALL OUR DEFENSES! NOTHING WORKED!

NOTHING HAS-- NOT SINCE THE DAY THIS PLACE WAS BUILT!

TRULY, 'TIS AS IF THIS VERY BUILDING WERE OUR FOE!

YES! AND WE SPEND ALL OUR TIME DEFENDING IT!

CHAMPIONS 77-ARLHE

I HAVE GROWN TIRED OF FIGHTING FOR THIS PILE OF BRICKS! BESIDES-- NONE OF YOU WANT ME HERE!

JOHNNY-- GHOST RIDER! THAT'S NOT TRUE...

NAY, WIDOW! PERHAPS 'TIS BEST THAT THE DEMON GO!

IT--IT'S MY FAULT! AS TEAM LEADER, I SHOULD HAVE...

THERE WAS NOTHING YOU COULD HAVE DONE, MADAME NATASHA! WE ARE TOO DISPARATE A GROUP TO REMAIN UNITED FOR LONG!

LAYNIA! WHAT ARE YOU SAYING?!

THAT I HAVE TRIED TO BELONG HERE, BOBBY-- BUT THAT I CAN STAY NO LONGER! I WISH TO GO HOME-- TO MY PEOPLE... TO RUSSIA!

B-BUT, I LOVE YOU! YOU CAN'T--!

I MUST, BOBBY! I--I AM SORRY. THOUGH I LIKE YOU-- IT HAS NEVER BEEN MORE THAN THAT!

FAREWELL, MY DEAR FRIENDS! YOU HAVE BEEN KIND TO DARKSTAR!

LAYNIA!!

TAKE IT EASY, KID! YOU'RE JUST TEARING YOURSELF APART!



FLAP OFF, DADDY WARBUCKS!

WHEN I WANT YOUR ADVICE, I'LL ASK FOR IT!

BOBBY--!



THIS GROUP MEANS NOTHING TO ME WITHOUT LAYNIA! I'M CUTTING OUT-- AND TEARING THE "C" OFF MY BELT THE FIRST CHANCE I GET!

FROM NOW ON, PEOPLE-- ICEMAN GOES IT ALONE!

"ICEMAN AND I HAD BEEN TWO OF THE ORIGINAL X-MEN! WE'D CO-FOUNDED THE CHAMPIONS!"

"IF HE WAS PULLING OUT, WHAT COULD I EXPECT FROM..."



HERCULES? BLACK WIDOW??

AYE, WINGED ONE! THOU HAST GUESSED TRUE!

TOO LONG HATH MY SOUL CHAFED FOR FREEDOM! I WISH TO SEE THIS MORTAL EARTH-- TO ROAM IT AS THE MAN-GOD I AM!

AND I WISH TO GO WITH HIM, WARREN-- FOR A TIME, AT LEAST!

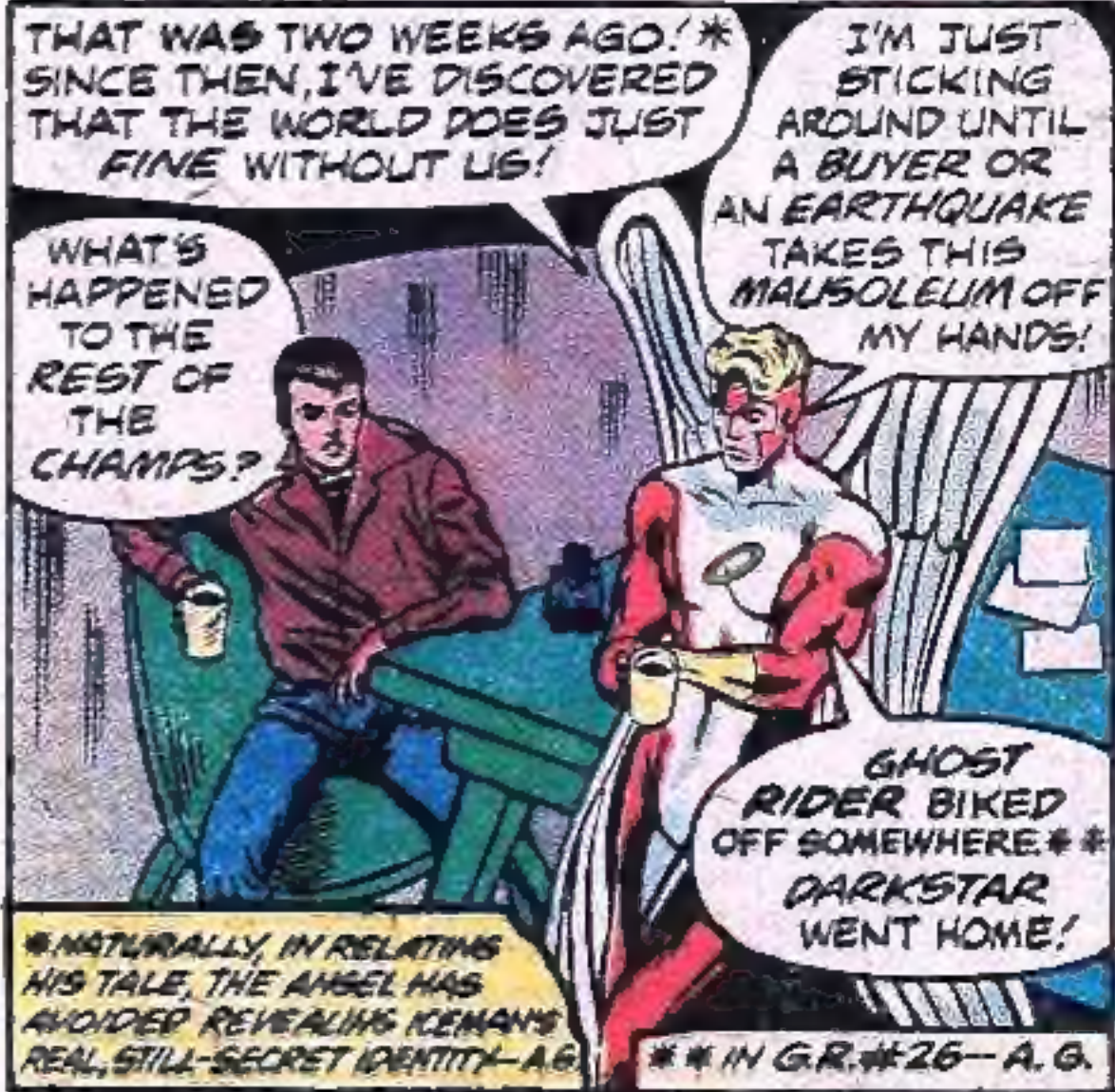


I--I'M AFRAID THE CHAMPIONS ARE... FINISHED!



GO, THEN! GET OUT! ALL OF YOU! BUT I'M NOT GOING! I STARTED THIS, AND I'LL SEE IT THROUGH!

YOU CAN WALK OFF-- BUT THE WORLD STILL NEEDS CHAMPIONS!



THAT WAS TWO WEEKS AGO! * SINCE THEN, I'VE DISCOVERED THAT THE WORLD DOES JUST FINE WITHOUT US!

WHAT'S HAPPENED TO THE REST OF THE CHAMPS?

I'M JUST STICKING AROUND UNTIL A BUYER OR AN EARTHQUAKE TAKES THIS MAUSOLEUM OFF MY HANDS!

GHOST RIDER BIKED OFF SOMEWHERE ** DARKSTAR WENT HOME!

*NATURALLY, IN RELATING HIS TALE, THE ANGEL HAS AVOIDED REVEALING KEMAN'S REAL, STILL-SECRET IDENTITY--A.G.

** IN G.R.#26--A.G.



THE WIDOW AND HERCULES HEADED FOR NEW YORK...

AND THE ICEMAN?

HE'S--UH-- HE'S AROUND... SOMEWHERE!

LISTEN! IF YOU'RE GOING TO GET ANY PICTURES, YOU'D BETTER GET STARTED!

THAT NIGHT...

WELL, I GOT THE PICTURES I NEEDED TO GET PAID FOR--

--BUT I ALSO GOT CURIOUS! I HAVE A CREEPY FEELING THE ANGEL WAS LYING TO ME ABOUT ICEMAN--

--AND THAT THE "ACCIDENT" WITH THE FALLING WINDOWS THIS AFTERNOON WASN'T TOTALLY ACCIDENTAL!

THE ANGEL HUSTLED PETER PARKER PAST HERE PRETTY QUICKLY--

--BUT NOT BEFORE I'D NOTICED THAT THE FRAMES THAT HAD HELD THE TWO WINDOWS HAD BEEN PRIED OUT OF SHAPE... FROM THE INSIDE!

SOMEBODY ALMOST KILLED A LOT OF PEOPLE!

IF THE ANGEL'S COVERING UP FOR A MURDERER--

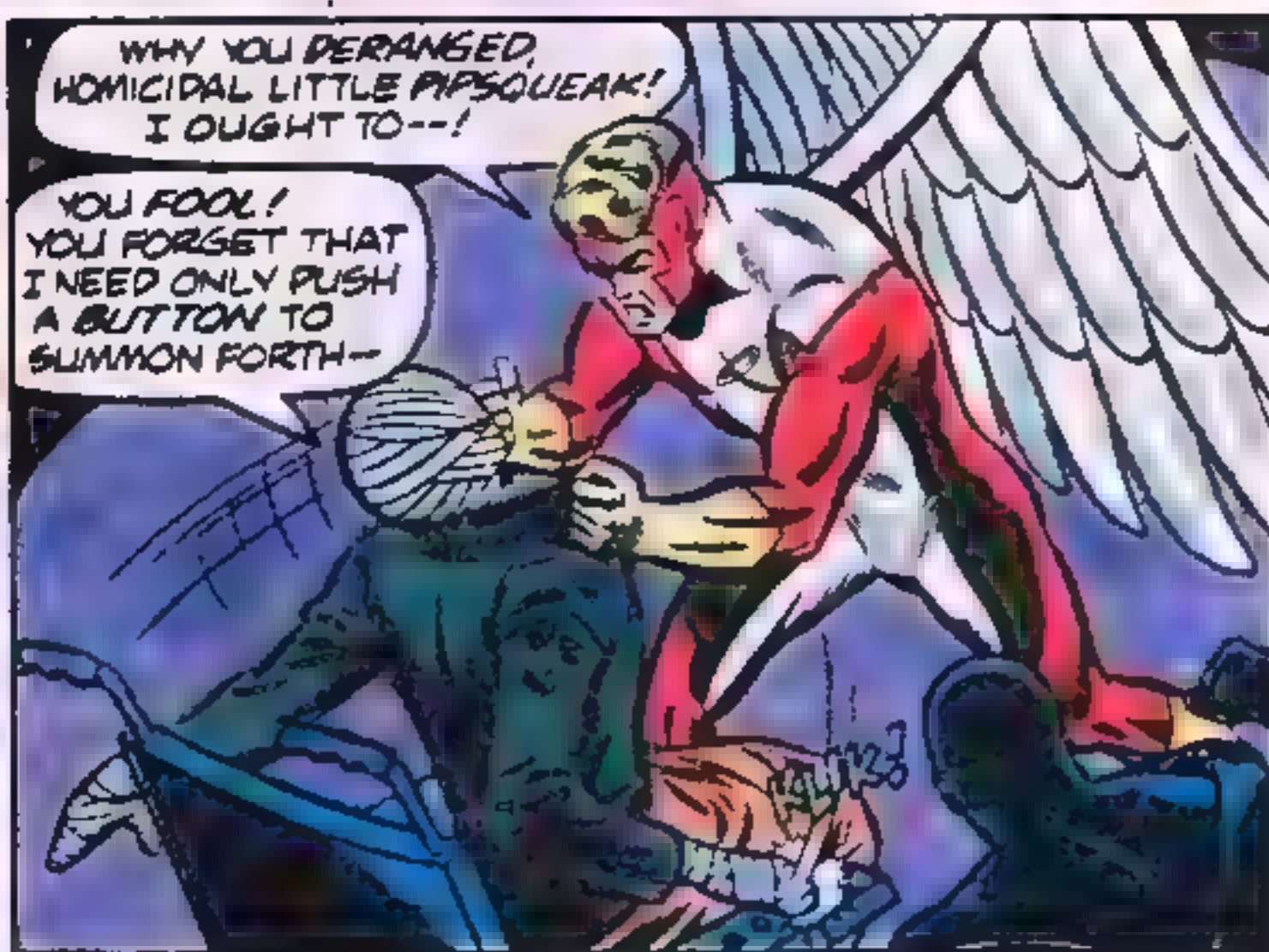
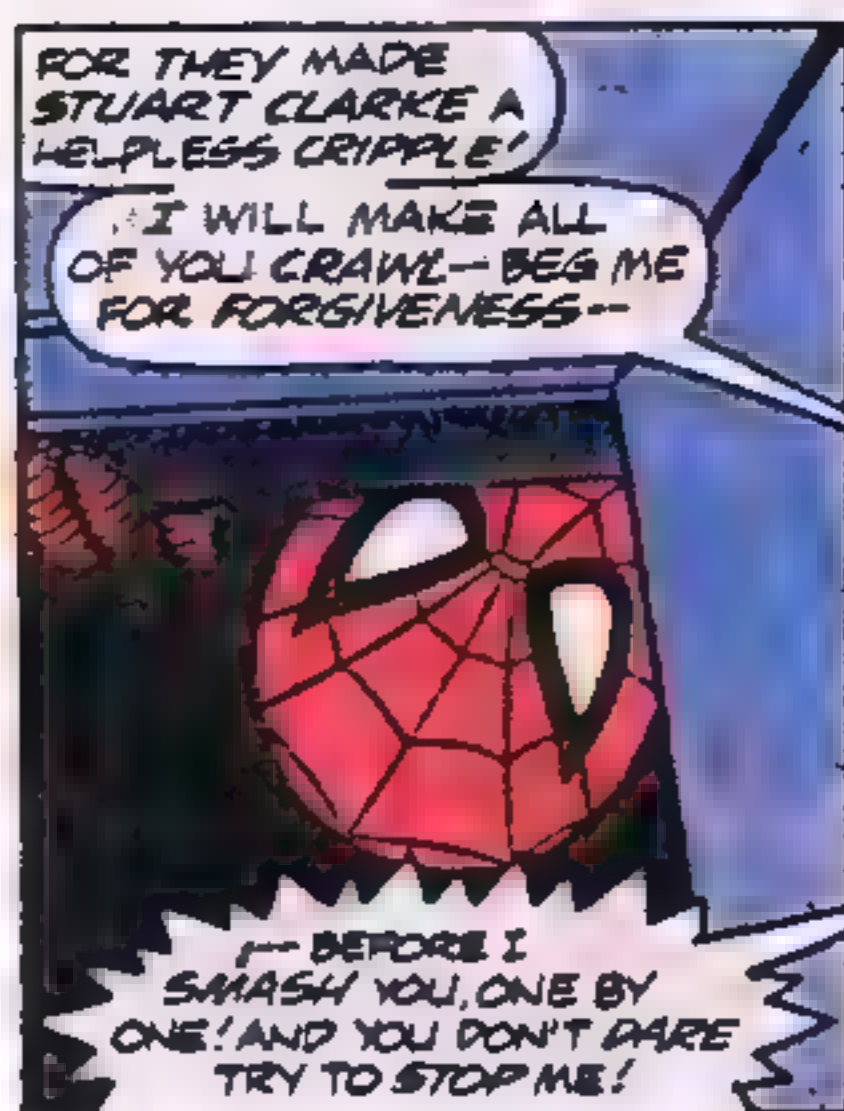
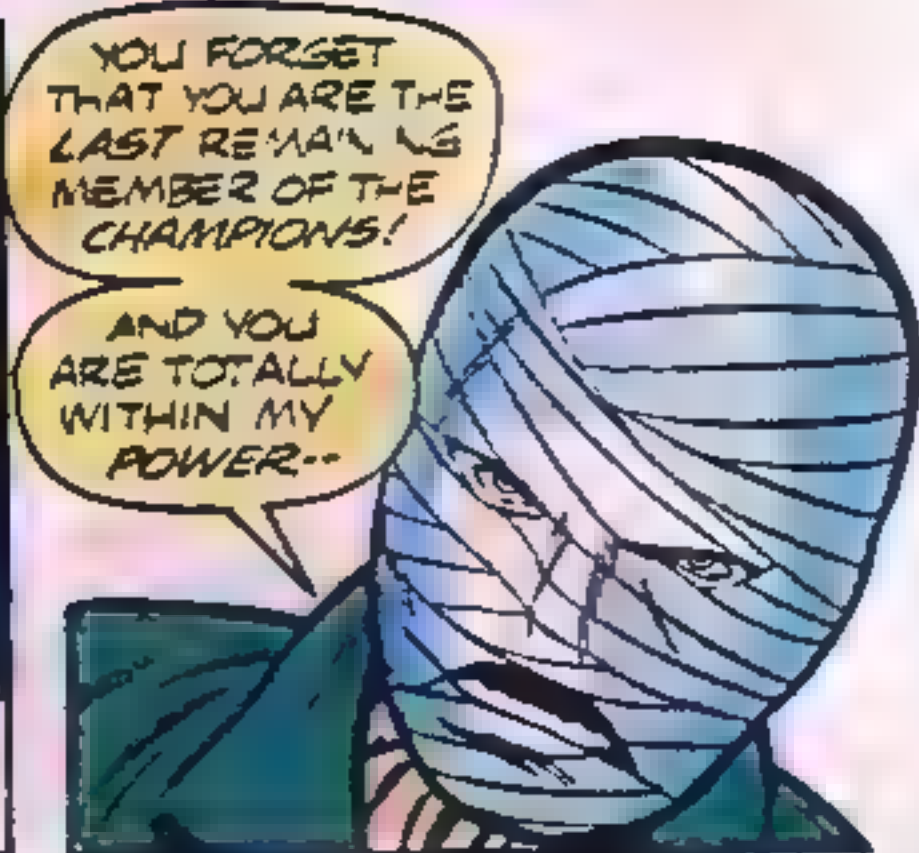
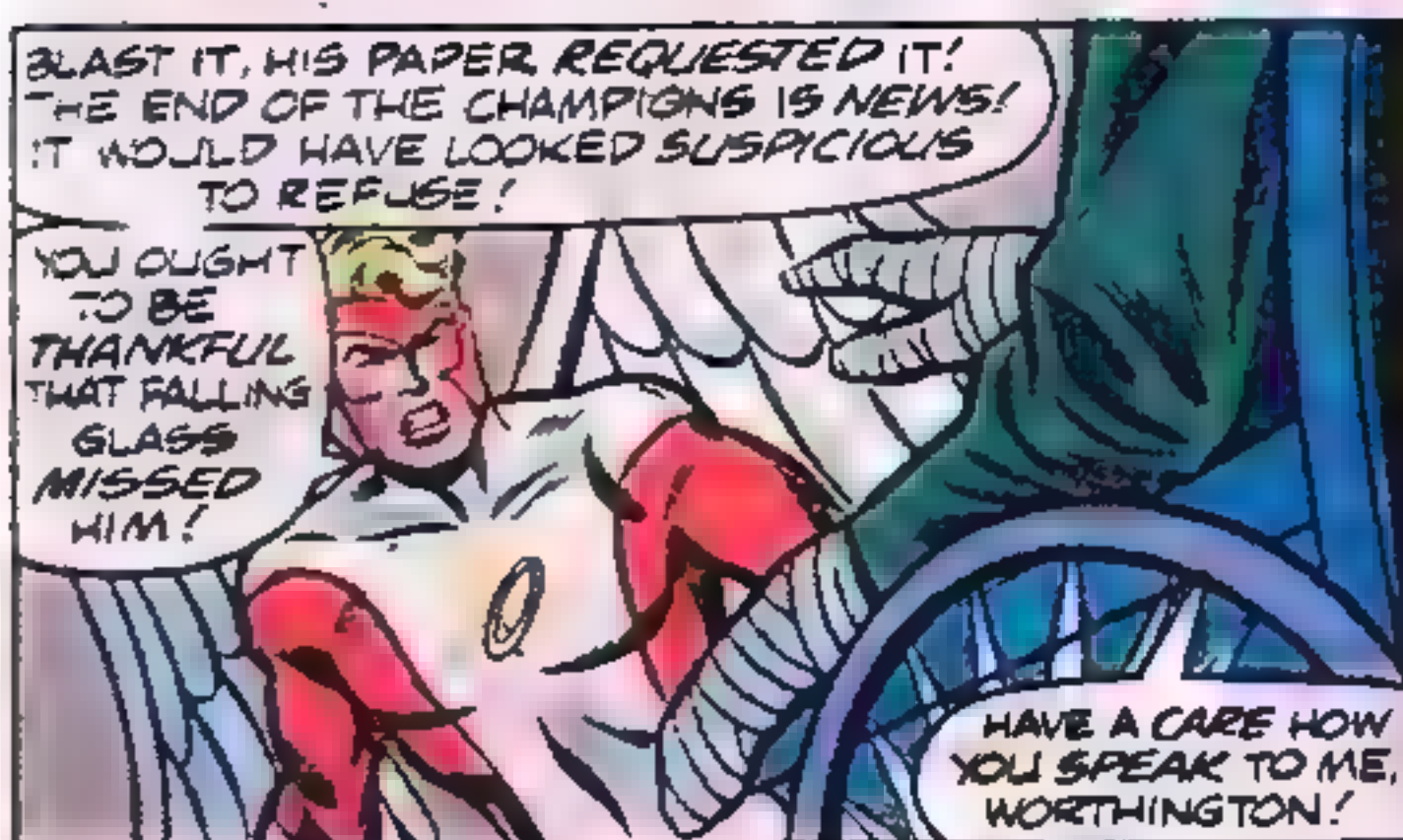
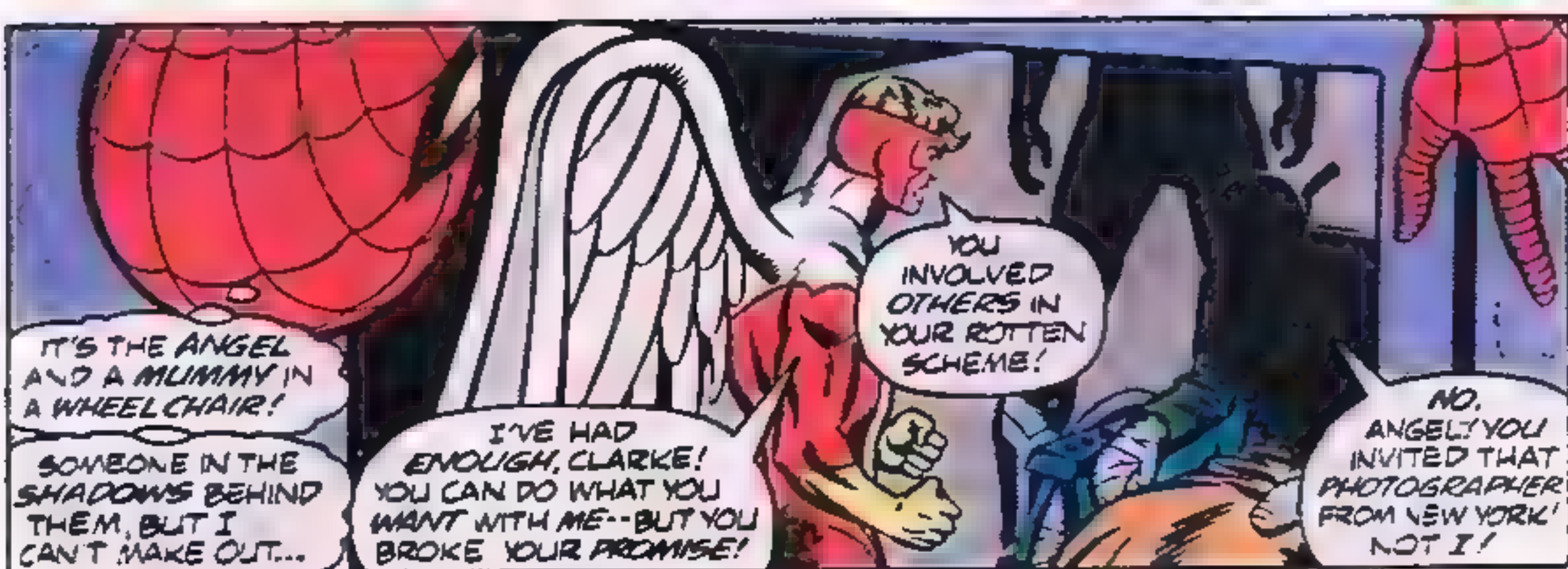
--THIS IS ONE WALL-CRAWLER WHO WANTS TO KNOW WHY!

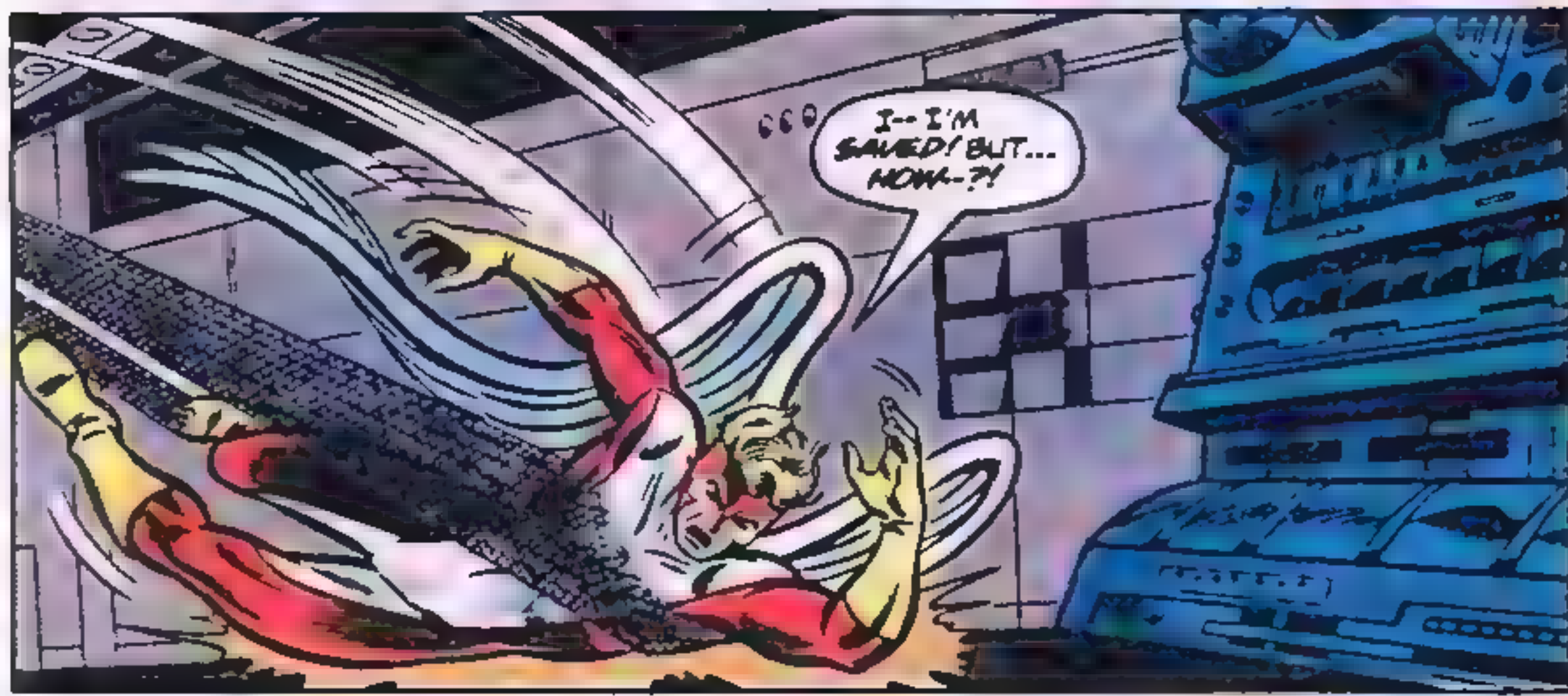
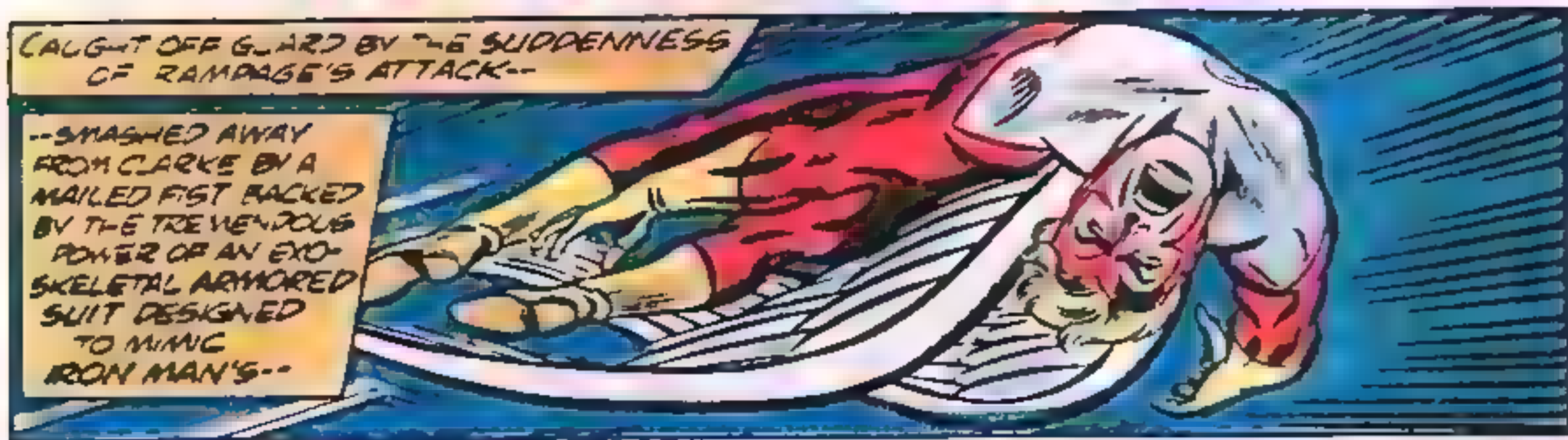
CORRIDOR'S EMPTY! I COULD JUST WALK IN--

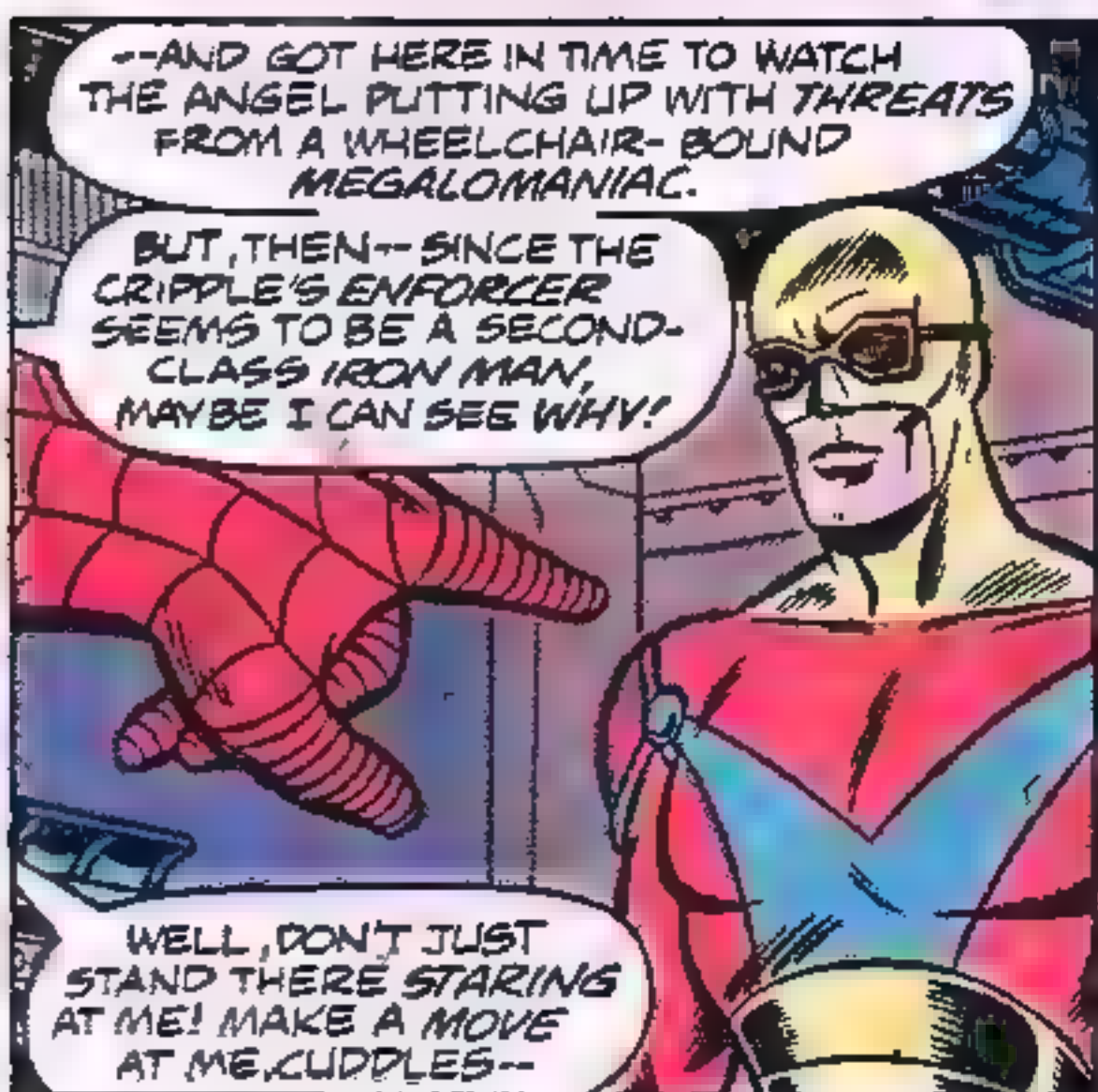
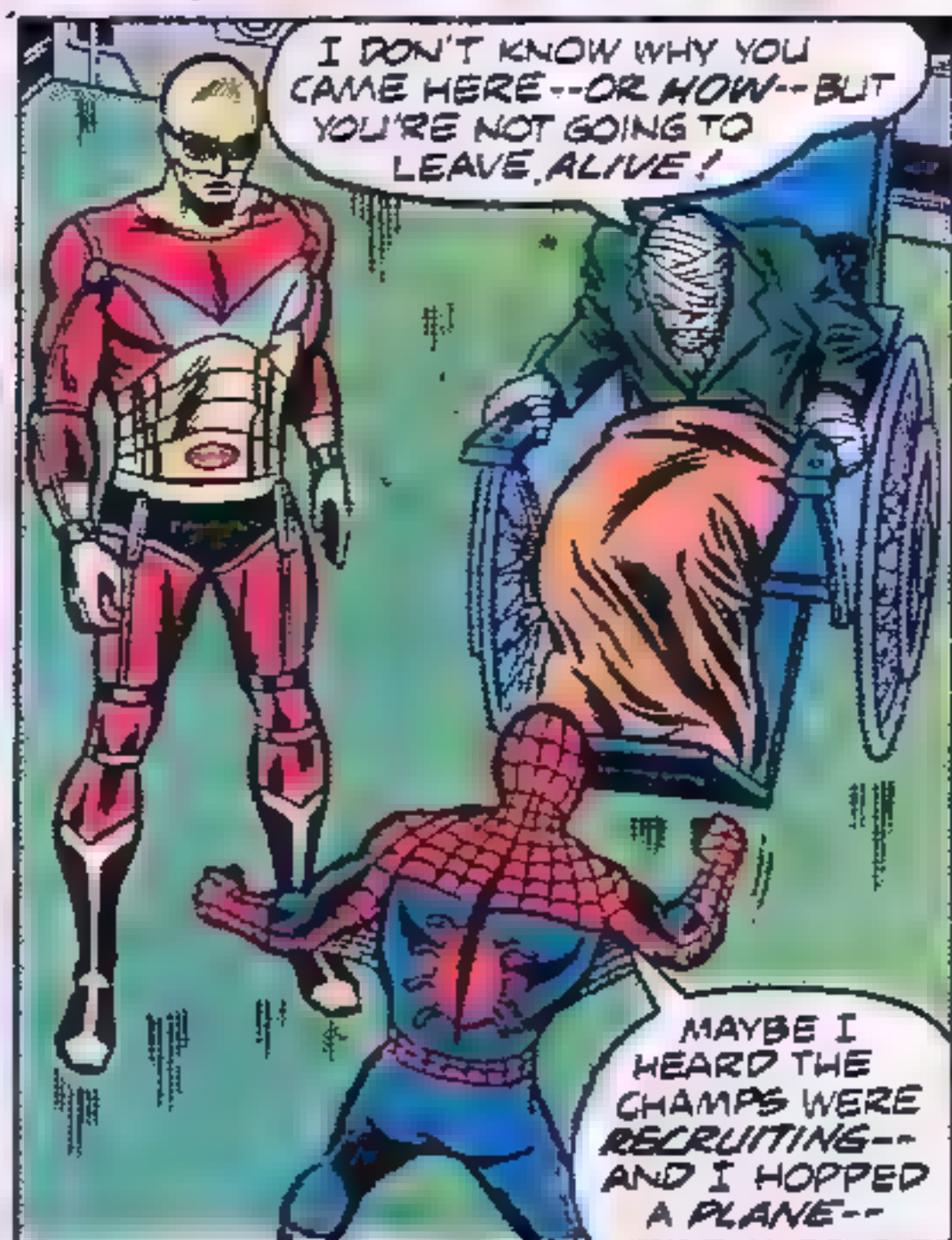
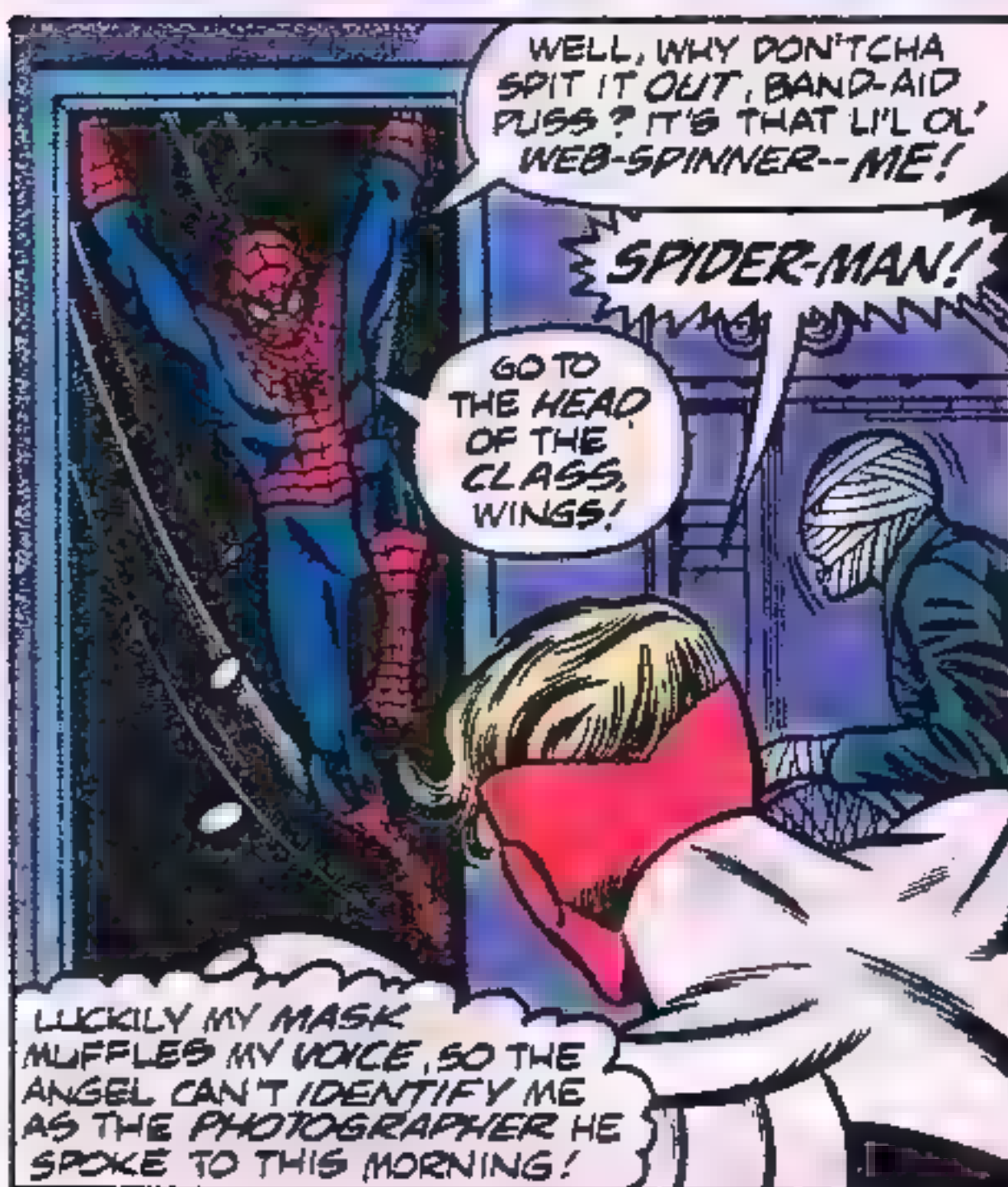
--BUT, I MIGHT AS WELL ADMIT IT! I ALWAYS DID GET A CHARGE OUT OF DOING THINGS MY WAY!

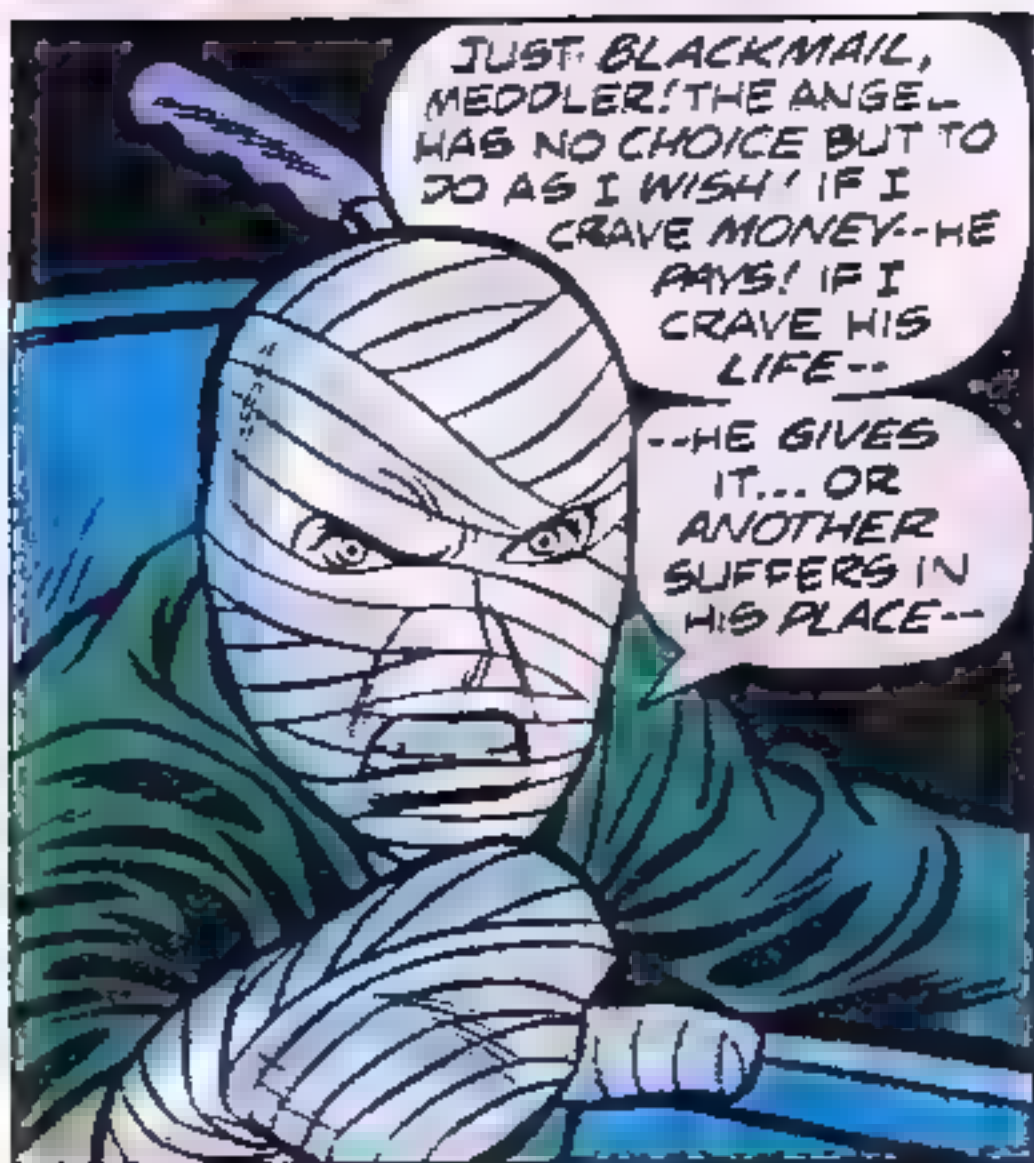
AND WHY NOT? THOR WOULD LOOK PRETTY SILLY DOING THIS!

HMMM! VOICES AHEAD! ANGRY VOICES!









JUST BLACKMAIL, MEDDLER! THE ANGEL HAS NO CHOICE BUT TO DO AS I WISH! IF I CRAVE MONEY--HE PAYS! IF I CRAVE HIS LIFE--

--HE GIVES IT... OR ANOTHER SUFFERS IN HIS PLACE--



THUS!
CLARKE, NO! YOU SWORE--!

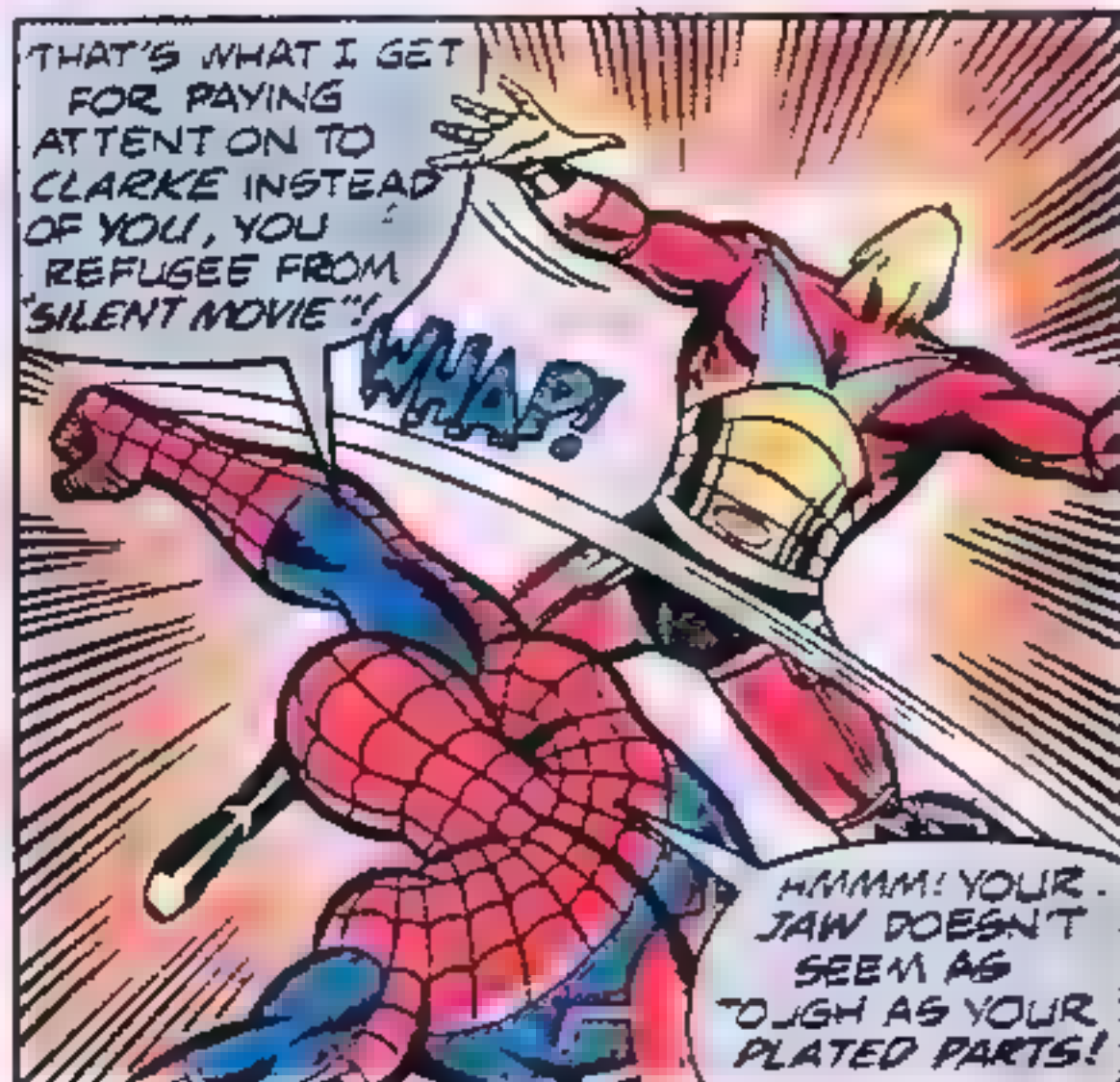
I AM MERELY GIVING YOU A LESSON IN OBEDIENCE, ANGEL! REMEMBER... ANOTHER LIFE CAN BE SNUFFED OUT--



--AS EASILY AS I SNUFF OUT SPIDER-MAN'S!

WHOW!

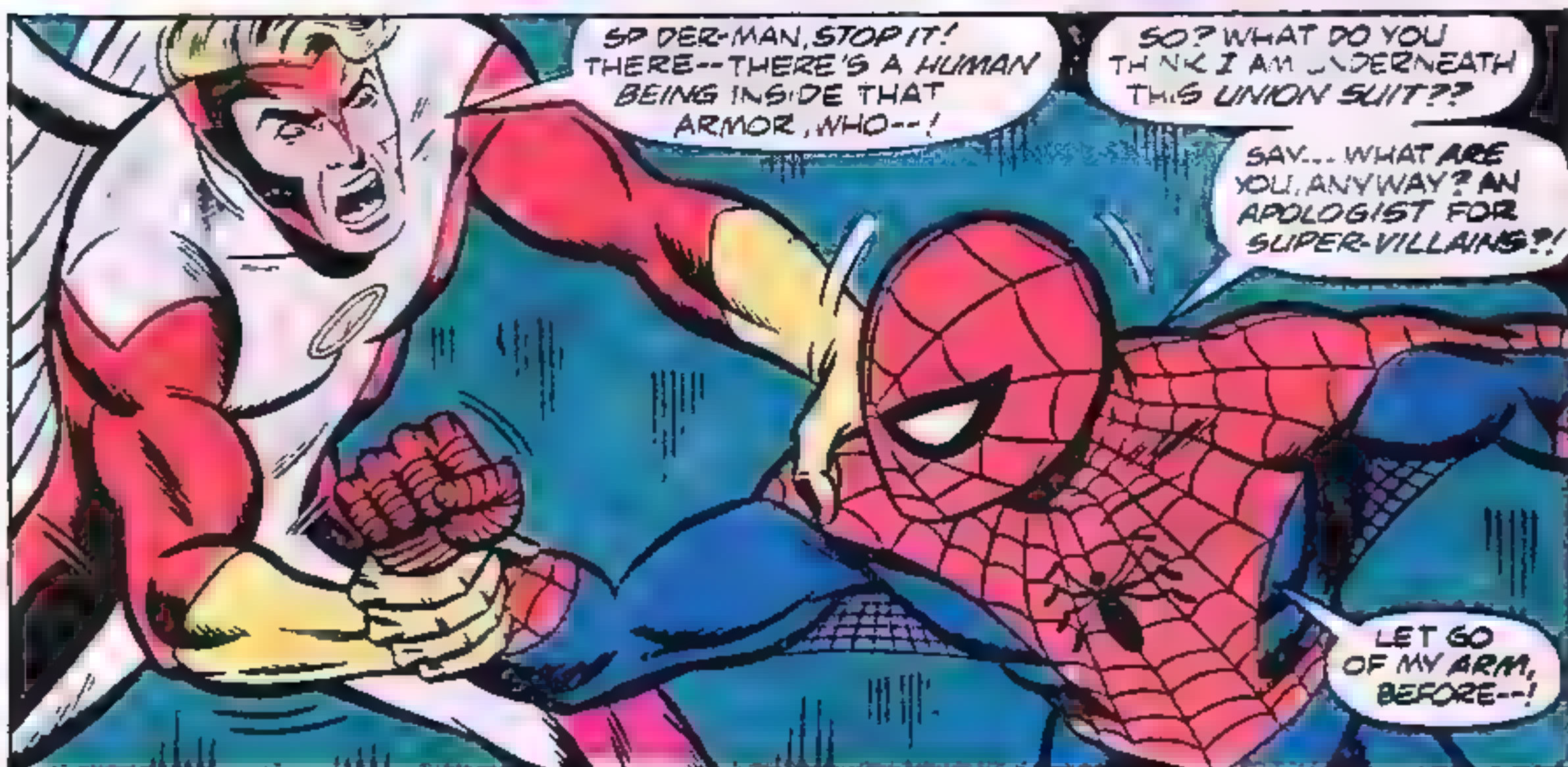
YEEOWWW! SPIDER-SENSE WARNED ME JUST IN TIME!



THAT'S WHAT I GET FOR PAYING ATTENT ON TO CLARKE INSTEAD OF YOU, YOU REFUGEE FROM "SILENT MOVIE"!

WHAP!

HMMM! YOUR JAW DOESN'T SEEM AS TOUGH AS YOUR PLATED PARTS!



SPIDER-MAN, STOP IT! THERE--THERE'S A HUMAN BEING INSIDE THAT ARMOR, WHO--!

SO? WHAT DO YOU THINK I AM UNDERNEATH THIS UNION SUIT??

SAY... WHAT ARE YOU, ANYWAY? AN APOLOGIST FOR SUPER-VILLAINS?!

LET GO OF MY ARM, BEFORE--!



T-TOO LATE!



RAMPAGE--KILL SPIDER-MAN!

MOVE AWAY FROM HIM, ANGEL--LEST I KILL ANOTHER WITH BUT A THOUGHT!

SPIDER-MAN--GO, WHILE YOU'VE GOT THE CHANCE! LET ME DEAL WITH CLARKE!

THE WAY YOU DEALT WITH HIM WHEN HE SENT A TON OF SHEET-GLASS DOWN ON THE HEADS OF INNOCENT PEDESTRIANS?

HE'S GOT YOU ON A LEASH, ANGEL--AND I'M NOT SURE HOW--



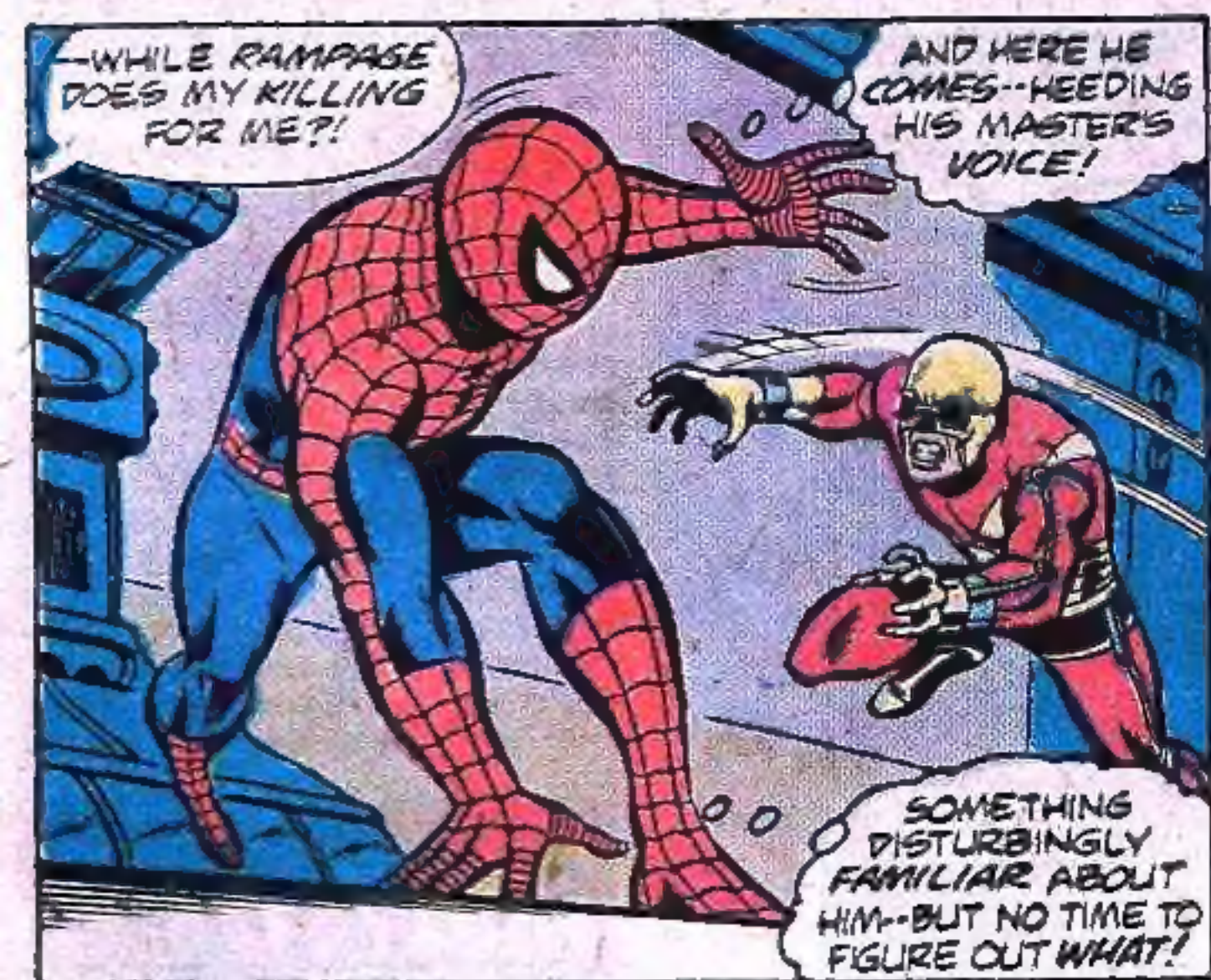
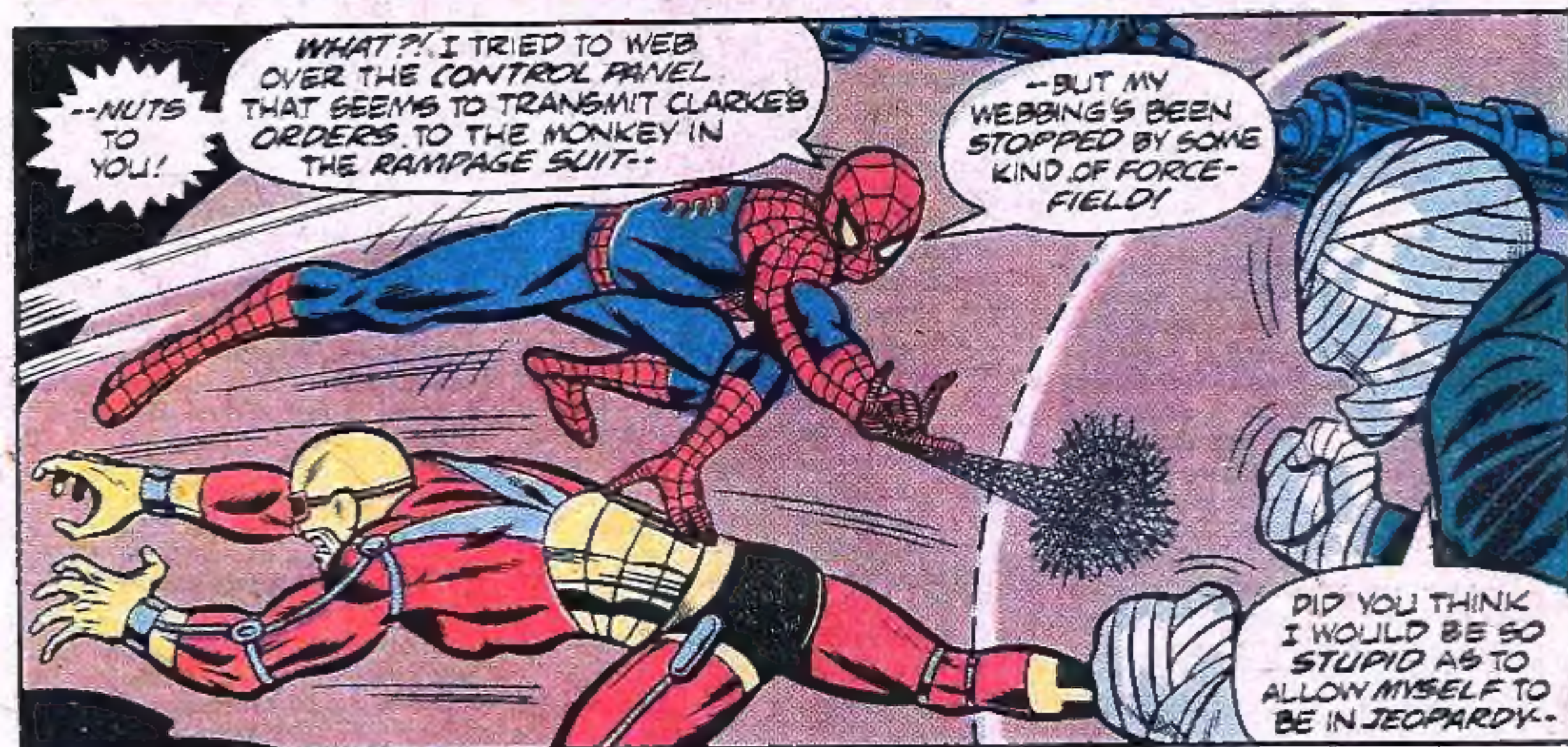
--BUT I'M CLIPPING YOUR WINGS WHILE I HANDLE THIS MY WAY!

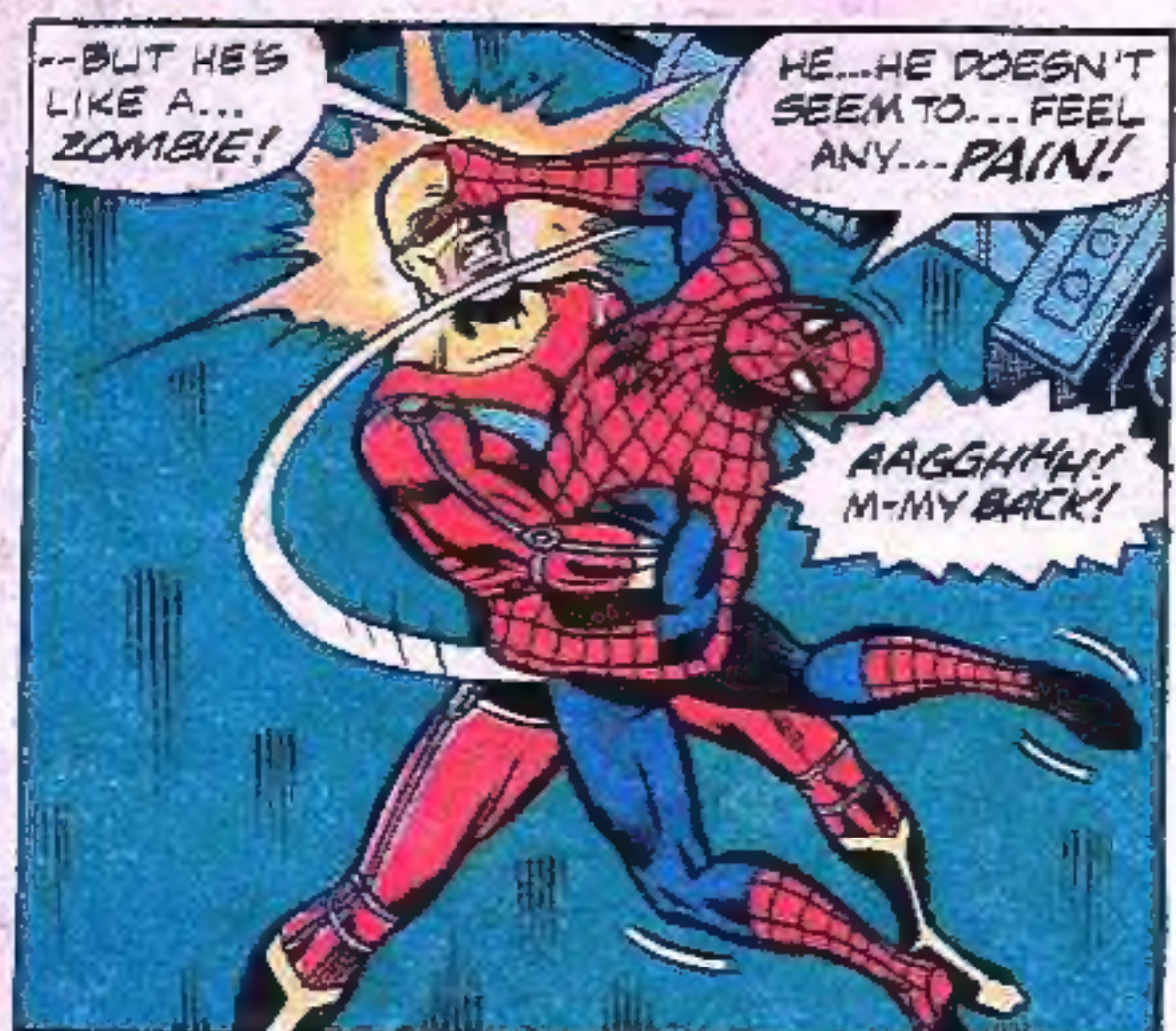
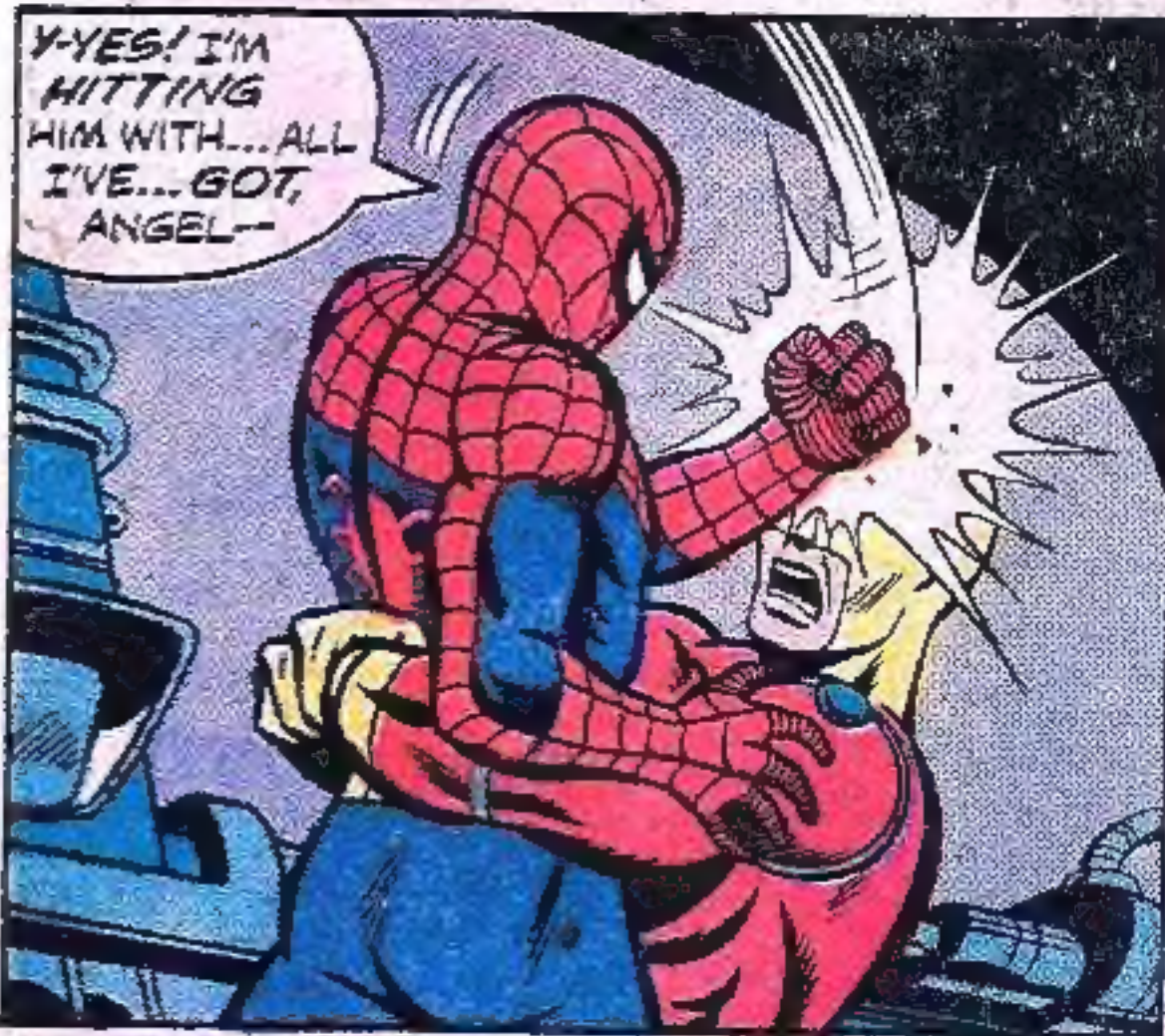


SLEEP EASY, FLY-BOY! WHEN YOU WAKE UP, IT'LL BE ALL OVER!

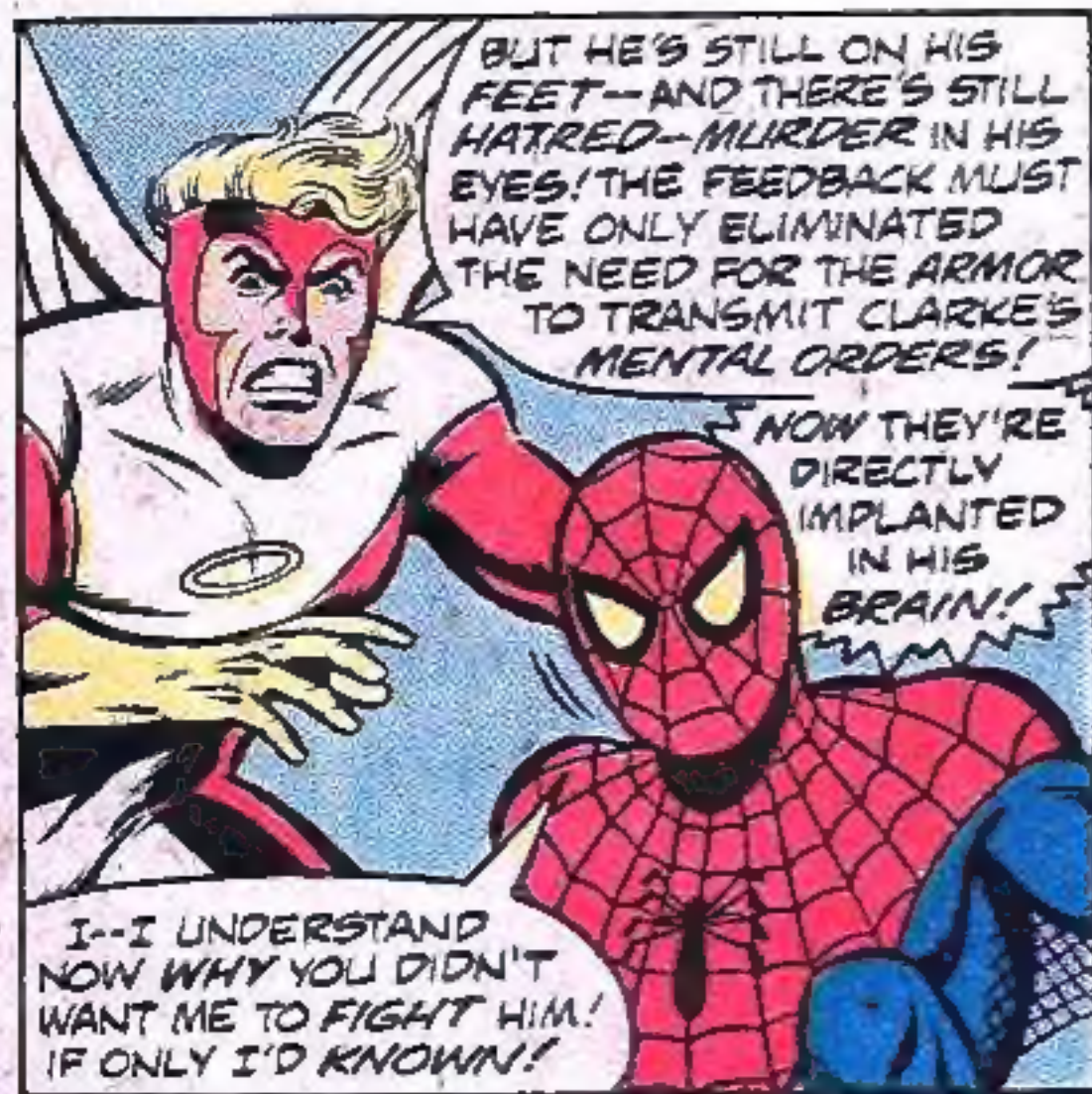


WON'T IT, MR. CLARKE?!





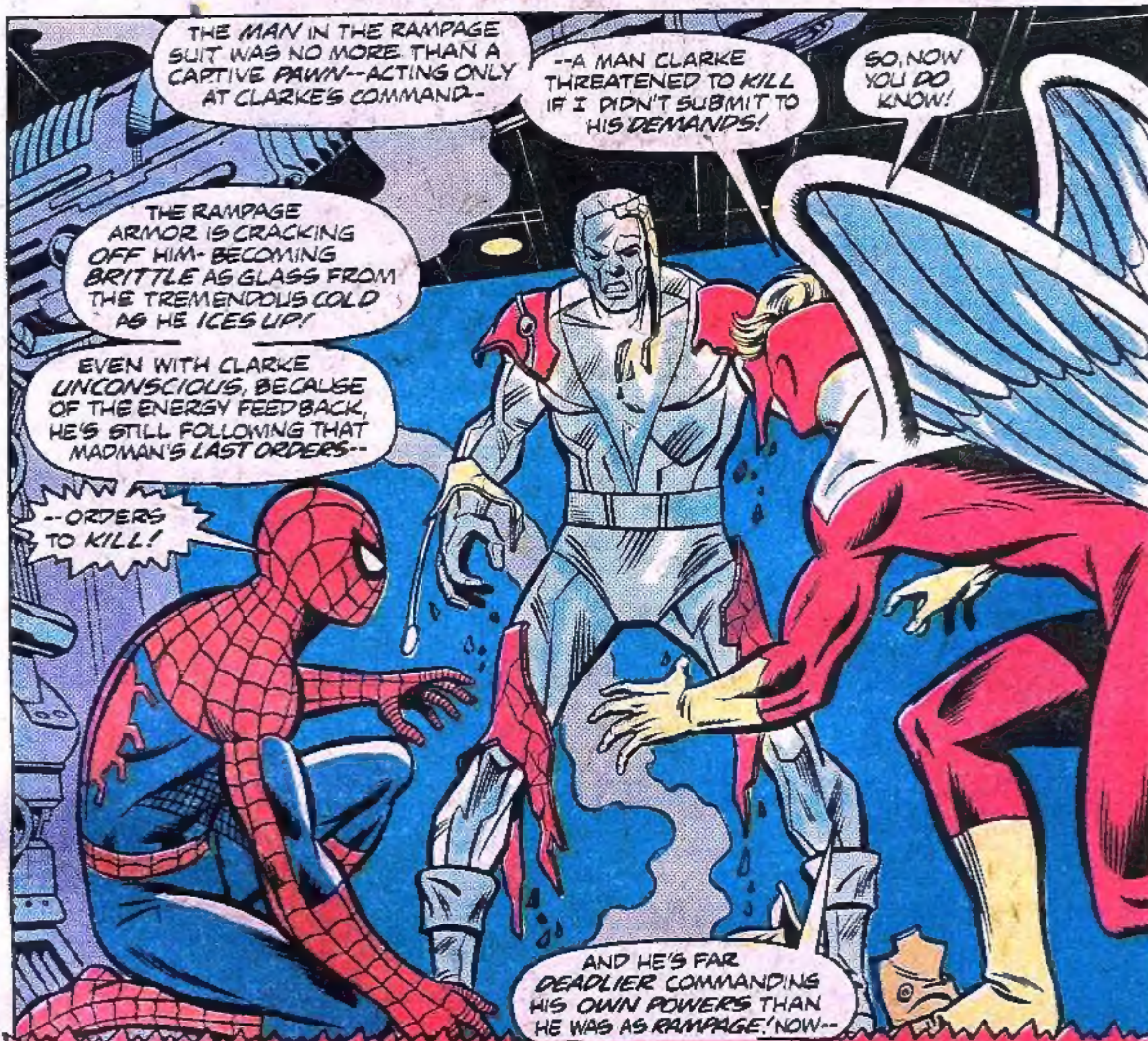
--WHICH THEN FEEDS BACK INTO THE HEAD-PIECE OF THE MAN IN THE ARMOR OF RAMPAGE!



BUT HE'S STILL ON HIS FEET--AND THERE'S STILL HATRED--MURDER IN HIS EYES! THE FEEDBACK MUST HAVE ONLY ELIMINATED THE NEED FOR THE ARMOR TO TRANSMIT CLARKE'S MENTAL ORDERS!

NOW THEY'RE DIRECTLY IMPLANTED IN HIS BRAIN!

I--I UNDERSTAND NOW WHY YOU DIDN'T WANT ME TO FIGHT HIM! IF ONLY I'D KNOWN!



THE MAN IN THE RAMPAGE SUIT WAS NO MORE THAN A CAPTIVE PAWN--ACTING ONLY AT CLARKE'S COMMAND--

--A MAN CLARKE THREATENED TO KILL IF I DIDN'T SUBMIT TO HIS DEMANDS!

SO, NOW YOU DO KNOW!

THE RAMPAGE ARMOR IS CRACKING OFF HIM--BECOMING BRITTLE AS GLASS FROM THE TREMENDOUS COLD AS HE ICES UP!

EVEN WITH CLARKE UNCONSCIOUS, BECAUSE OF THE ENERGY FEEDBACK, HE'S STILL FOLLOWING THAT MADMAN'S LAST ORDERS--

ORDERS TO KILL!

AND HE'S FAR DEADLIER COMMANDING HIS OWN POWERS THAN HE WAS AS RAMPAGE! NOW--

WE HAVE TO FIGHT THE ICEMAN!

BE HERE FOR IT... NEXT MONTH!